

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
Alexandria Division**

REMBRANDT DATA TECHNOLOGIES, LP

Plaintiff,

v.

AOL LLC, et. al.

Defendants.

C.A. No. 1:08-cv-01009-GBL-IDD

REMBRANDT'S ANSWER TO CAVALIER'S COUNTERCLAIMS

Plaintiff, Rembrandt Data Technologies, LP ("Rembrandt"), by counsel, hereby responds to Cavalier Telephone LLC's Counter-Claims in this action as follows:

Parties

1. Rembrandt admits the allegations of this paragraph.
2. Rembrandt admits the allegations of this paragraph.

Jurisdiction and Venue

3. Rembrandt only admits that this action purports to be an action for declaratory judgment under 28 U.S.C. §§ 2201 et seq. and that the Court has subject matter jurisdiction over these Counter-Claims under 28 U.S.C. §§ 1331, 1338(a), and 2201.
4. Rembrandt admits the allegations of this paragraph.
5. Rembrandt admits that venue is proper under 28 U.S.C. §§ 1391.

Count I: Declaration of Non-infringement of U.S. Patent No. 5,602,869

6. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-5 of these Counterclaims.
7. Rembrandt admits the allegations of this paragraph.

8. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the infringement of the '869 Patent by Cavalier.

9. Rembrandt denies the allegations of this paragraph.

Count II: Declaration of Non-infringement of U.S. Patent No. 5,251,236

10. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-5 of these Counterclaims.

11. Rembrandt admits the allegations of this paragraph.

12. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the infringement of the '236 Patent by Cavalier.

13. Rembrandt denies the allegations of this paragraph.

Count III: Declaration of Non-infringement of U.S. Patent No. 5,311,578

14. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-5 of these Counterclaims.

15. Rembrandt admits the allegations of this paragraph.

16. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the infringement of the '578 Patent by Cavalier.

17. Rembrandt denies the allegations of this paragraph.

Count IV: Declaration of Non-infringement of U.S. Patent No. 5,844,944

18. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-5 of these Counterclaims.

19. Rembrandt admits the allegations of this paragraph.

20. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the infringement of the '944 Patent by Cavalier.

21. Rembrandt denies the allegations of this paragraph.

Count V: Declaration of Invalidity of U.S. Patent No. 5,602,869

22. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-9 of these Counterclaims.

23. Rembrandt admits the allegations of this paragraph

24. Rembrandt denies the allegations of this paragraph

25. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the validity of the '869 Patent.

26. Rembrandt denies the allegations of this paragraph.

Count VI: Declaration of Invalidity of U.S. Patent No. 5,251,236

27. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-5 and 10-13 of these Counterclaims.

28. Rembrandt admits the allegations of this paragraph

29. Rembrandt denies the allegations of this paragraph

30. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the validity of the '236 Patent.

31. Rembrandt denies the allegations of this paragraph.

Count VII: Declaration of Invalidity of U.S. Patent No. 5,311,578

32. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-5 and 14-17 of these Counterclaims.

33. Rembrandt admits the allegations of this paragraph

34. Rembrandt denies the allegations of this paragraph

35. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the validity of the '578 Patent.

36. Rembrandt denies the allegations of this paragraph.

Count VIII: Declaration of Invalidity of U.S. Patent No. 5,844,944

37. Rembrandt re-alleges and incorporates herein by reference the responses to the allegations stated in paragraphs 1-5 and 18-21 of these Counterclaims.

38. Rembrandt admits the allegations of this paragraph

39. Rembrandt denies the allegations of this paragraph

40. Rembrandt admits that a case or controversy exists between Rembrandt and Cavalier concerning the validity of the '578 Patent.

41. Rembrandt denies the allegations of this paragraph.

Prayer For Relief

WHEREFORE, Plaintiff and Counter-Defendant, Rembrandt prays that Cavalier's Counterclaims be dismissed with prejudice, that Cavalier take nothing by reason of its Counterclaims, that Rembrandt be awarded the relief sought in its Complaint, its attorneys' fees, costs and expenses in this action, and that the Court grant Rembrandt such other and further relief as the Court may deem just and proper.

Date: December 10, 2008

Respectfully Submitted,

/s/

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CERTIFICATE OF SERVICE

I, Virginia W. Hoptman of Womble Carlyle Sandridge & Rice, PLLC, hereby certify that on December 10, 2008, I caused to have a copy of the foregoing *Answer to Cavalier's Counterclaims* to be served via email on the following:

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